

Rachel C. Strickland  
Tariq Mundiya  
WILLKIE FARR & GALLAGHER LLP  
787 Seventh Avenue  
New York, New York 10019  
Telephone: (212) 728-8000

*Counsel for Defendants Charles W. Ergen  
and SP Special Opportunities, LLC*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re: : Chapter 11  
  
LIGHTSQUARED INC., *et al.*, : Case No. 12-12080 (SCC)  
  
Debtors. : Jointly Administered  
  
-----X Adv. Proc. No. 13-01390-scc  
LIGHTSQUARED LP, LIGHTSQUARED INC.,  
LIGHTSQUARED INVESTORS HOLDINGS INC., TMI :  
COMMUNICATIONS DELAWARE LIMITED  
PARTNERSHIP, LIGHTSQUARED GP INC., ATC :  
TECHNOLOGIES, LLC, LIGHTSQUARED CORP.,  
LIGHTSQUARED INC. OF VIRGINIA,  
LIGHTSQUARED SUBSIDIARY LLC, SKYTERRA :  
HOLDINGS (CANADA) INC., AND SKYTERRA  
(CANADA) INC.) :  
  
Plaintiff-Intervenors, :  
  
vs. :  
  
SP SPECIAL OPPORTUNITIES LLC,  
DISH NETWORK CORPORATION, :  
ECHOSTAR CORPORATION,  
AND CHARLES W. ERGEN :  
  
Defendants. :  
-----X

**DECLARATION OF TARIQ MUNDIYA IN SUPPORT OF TRIAL BRIEF OF  
DEFENDANTS SP SPECIAL OPPORTUNITIES, LLC AND CHARLES W. ERGEN**

Tariq Mundiya, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a member of the bar of the State of New York and am admitted to practice before the United States District Court for the Southern District of New York. I am a partner at Willkie Farr & Gallagher LLP, counsel for Defendants Charles W. Ergen and SP Special Opportunities, LLC (together, the “Ergen Defendants”) in the above-captioned adversary proceeding.

2. I submit this Declaration in support of the Ergen Defendants’ Trial Brief.

3. I base this declaration on my personal knowledge and on information obtained in the course of the above-captioned matters.

4. Attached hereto are true and correct copies of the following items:

<b><u>Exhibit</u></b>	<b><u>Item</u></b>
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- |    |   |
|----|---|
| A. | Excerpts from the 12/12/13 deposition of Mark Hootnick                          |
| B. | Excerpts from the 12/31/13 deposition of Charles Ergen                          |
| C. | Excerpts from the 12/17/13 deposition of Jason Kiser                            |
| D. | Excerpts from the 12/16/13 deposition of Stephen Ketchum                        |
| E. | DISH Investment Policy (Defendants’ Trial Exhibit 331)                          |
| F. | Excerpts from the 10/23/13 deposition of Gary Howard                            |
| G. | Excerpts from the 1/31/13 hearing transcript                                    |
| H. | 5/15/13 Email from Strickland to Hootnick (Defendants’ Trial Exhibit 335)       |
| I. | 5/30/13 Email from Strickland to Woolery et al. (Defendants’ Trial Exhibit 208) |

- J. 5/22/13 Email from Howard to Goodbarn (Defendants' Trial Exhibit 185)
- K. 5/22/13 Email from Ergen to Goodbarn (Defendants' Trial Exhibit 191)
- L. 6/19/13 Email from Goodbarn to Ergen (Defendants' Trial Exhibit 243)
- M. 7/18/13 Email from Ehrhart to DISH Board (Defendants' Trial Exhibit 287)
- N. Excerpts from the 12/20/13 deposition of Steve Zelin
- O. *Centerbridge Reaches Tentative Deal for LightSquared*, 12/11/13 Wall Street Journal (Defendants' Trial Exhibit 337)
- P. *Centerbridge Won't Proceed With Deal to Buy LightSquared*, 12/17/13 Wall Street Journal (Defendants' Trial Exhibit 338)
- Q. 10/1/10 Credit Agreement (Defendants' Trial Exhibit 5)
- R. 9/18/10 Latham Draft Credit Agreement (Defendants' Trial Exhibit 2)
- S. 9/19/10 Milbank Draft Credit Agreement (Defendants' Trial Exhibit 3)
- T. 9/21/10 Latham Draft Credit Agreement (Defendants' Trial Exhibit 4)
- U. 10/1/10 Stockholders' Agreement
- V. Excerpts from the 12/20/13 Deposition of Thomas Cullen
- W. Excerpts from 12/10/13 Hearing Transcript
- X. Excerpts from 10/29/13 Hearing Transcript
- Y. 5/5/12 Email from Falcone to Cohen (Defendants' Trial Exhibit 35)

Z. 6/13/13 Email from Barr to Strickland (Defendants' Trial Exhibit 336)

AA. Excerpts from the 12/19/13 deposition of Marc Montagner

BB. Excerpts from the deposition of Douglas Smith

CC. 5/18/13 Email from Falcone to Smith (Defendants' Trial Exhibit 340)

DD. Excerpts from the 1/6/14 deposition of William Derrough

EE. 6/6/13 Email from Deeds to Massaro (Defendants' Trial Exhibit 254)

FF. 5/6/12 Email from Ketchum to Friedman et al.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York  
January 8, 2014

By: /s/ Tariq Mundiya  
Tariq Mundiya

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